



UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
NEW YORK REGIONAL OFFICE
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NEW YORK, NY 10281-1022

March 1, 2016

Via Email to SullivanNYSDChambers@nysd.uscourts.gov and ECF

Hon. Richard J. Sullivan
United States District Judge
United States District Court
Southern District of New York
40 Foley Square, Room 2104
New York, New York 10007

Re: SEC v. Zachary Zwerko and David L. Post (14-cv-8181-RJS)

Dear Judge Sullivan:

We represent the Plaintiff, Securities and Exchange Commission (the “Commission”), in this action. We write to provide a further update to the Court and to submit a proposed Final Consent Judgment and Consent executed by Defendant Zachary Zwerko, and a proposed Final Consent Judgment and Consent executed by Defendant David L. Post.

The proposed final consent judgment against Zwerko would impose a permanent injunction against future violations of Section 10(b) of the Securities Exchange Act of 1934 (“Exchange Act”) and Rule 10b-5 thereunder and orders that his obligation to pay disgorgement of \$57,000 be offset by the criminal forfeiture judgment imposed against him. The proposed final consent judgment against Post would impose a permanent injunction against future violations of Section 10(b) of the Exchange Act and Rule 10b-5 thereunder and orders that his obligation to pay disgorgement of \$683,967 be offset by the criminal judgment imposed against him. As part of this resolution, the Commission is not seeking a civil penalty against Defendant Zwerko based on the sentence that he received pursuant to his guilty plea in the parallel criminal action, United States v. Post, et al., 14-cr-715-AKH (“Parallel Criminal Action”), which included in part a term of 37 months’ imprisonment. (Id. DE 34). The Commission also is not seeking a civil penalty against Defendant Post based on the cooperation he provided to the Commission and the sentence that he received pursuant to his guilty plea in the Parallel Criminal Action, which included in part a term of 6 months’ imprisonment. (Id. DE 41).

We respectfully request that the Court enter the proposed Final Consent Judgments and Consents. If approved and entered by the Court, the proposed judgments would resolve all of the

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Commission's claims against the defendants in this matter. Consistent with local ECF rules, we have also sent copies of the enclosed documents electronically to judgments@nysd.uscourts.gov.

If the Court has any further questions, the parties are available for a conference.

Respectfully submitted,



Charles D. Riely
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cc (via email):

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